6th Floor, Unit No.611, Adventz Infinity@5, Street No.18, BN-Block, Sector V,
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CIN-L65921WB1989PLC047091, E-MAIL - npr1@nprfinance.com
PHONE NO. – 033 4849 6490
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14th September, 2024

To,

The Department of Corporate Affairs, Bombay Stock Exchange Limited. Phiroze Jeejeebhoy Towers, 25th Floor, Dalal Street, Mumbai - 400 001 Dear Sirs.

Sub: Proceedings of the 35th Annual General Meeting of the Company - in terms of Para A of Part A of Schedule III of Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In terms of Para A of Part A of Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed please find herewith the proceedings of the 35th Annual General Meeting of the Company held on Saturday, the 14th day of September, 2024, at 11.30 a.m. through Video Conference / Other Audio Visual Means (OAVM).

For NPR Finance Ltd

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PROCEEDINGS OF THE 35THANNUAL GENERAL MEETING ("AGM")OF M/S NPR FINANCE LIMITED HELD ON SATURDAY, THE 14TH DAY OF SEPTEMBER, 2024, AT 11.33 A.M., THROUGH VIDEO CONFERENCING (VC) /OTHER AUDIO VISUAL MEANS (OAVM).

1. Time of Commencement of the meeting.

11.33 a.m.

2. Chairperson

Mr. Rajendra Kumar Duggar (DIN-00403512), Chairperson of the Board of Directors, took the Chair.

3. Directors / Key Managerial Personnels (KMPs) present.

| SI. No. | Name of the Director /KMP | Designation | Location for VC |
|---------|---------------------------|------------------------------------------|-----------------|
| 1. | Mr. Rajendra Kumar | Chairperson of the meeting | Kolkata |
| | Duggar | (Independent & Non-executive Director – | |
| | | Chairperson of the Board of Directors) | |
| 2. | Mr. Pawan Kumar Todi | Managing Director | Kolkata |
| | | (Non-Independent & Executive Category) | |
| 3. | Mr. Rishi Todi | Non-Independent & Non-executive | Kolkata |
| | | Director | |
| 4. | Mr. Ashok Dhirajlal | Independent & Non-executive Director | Kolkata |
| | Kanakia | | |
| 5. | Ms. Sarika Mehra | Executive Director / Whole-time Director | Kolkata |
| | | (Non Independent & Executive Category) | |
| 6. | Mr. Ashok Kumar Shah | Chief Financial Officer (CFO) | Kolkata |
| 7. | Ms. Ritika Varma | Company Secretary | Kolkata |

The meeting was attended by the Chairpersons of all Committees of the Board, including the Audit Committee and the Stakeholders Relationship Committee.

4. Invitees

| Sl. No. | Name of the Official/ Representative/ Professional | Designation | Location for VC |
|---------|----------------------------------------------------------|-------------------------------------------|--------------------|
| 1. | Mr. D.N. Agrawal | Partner, M/s Deoki Bijay & Co., Chartered | Kolkata |
| | | Accountants – Statutory Auditor | |
| 2. | Mr. Niaz Ahmed | Scrutinizer | Kolkata |

The Internal Auditor could not attend the meeting due to health issues.

Also present, was the IT Department representative for facilitating the arrangement of the 35thAGM.



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5. Quorum

The requisite quorum was present and hence, the Chairperson called the meeting in order and welcomed the members. Since, the 35thAGM was held through Video Conferencing, therefore pursuant to MCA & SEBI Circulars, the facility to appoint proxy to attend or cast vote on behalf of the Members was not available.

6. Proceedings

> CHAIRMAN'S SPEECH

The Chairperson extended his warm welcome to all those who were present at the AGM and further explained that, the AGM was being held through VC/OAVM mode in accordance with the circulars issued by the regulatory authorities and that, the Company has made all feasible efforts under the current circumstances to enable the members to participate in the meeting and vote electronically.

Thereafter, the Chairperson provided a brief layout on the financial performance of the Company during the financial year ended 31st March, 2024 and the Company Secretary briefed the members regarding summary of the Auditors Report andthe arrangements made for the members for the 35thAGM.

The Chairperson proceeded with the business items of the Notice of the 35thAGM. The Notice convening the Meeting, together with the Audited Financial Statements, the Report of Directors thereon alongwith its annexures and the Secretarial Audit Report, were with the consent of the Members taken as read.

Brief details of items deliberated

Thereafter, on the request of the Chairperson, the Company Secretary briefed the members regarding the arrangements made for the members for the AGM.

The Chairperson proceeded with the business items of the Notice of the AGM. The Notice convening the Meeting, was with the consent of the Members taken as read.

In terms of the Notice of the AGM, dated 12thAugust, 2024, the following business items were placed for the consideration and approval of the members:

| SI. No | Particulars | Type of Resolution | | |
|-----------|--------------------------------------------------------------------|-----------------------|--|--|
| • | | | | |
| ORD | ORDINARY BUSINESS | | | |
| 1. | To receive, consider and adopt the Audited Financial Statements of | Ordinary | | |
| | the Company for the year ended 31st March, 2024 and the Report | Resolution | | |
| | so the Auditors and Directors thereon. | | | |
| 2. | To appoint a Director in place of Ms. Sarika Mehra (DIN-06935192) | Ordinary | | |
| | who retires by rotation and being eligible, offers herself for re- | Resolution | | |
| | appointment. | | | |
| | | | | |

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| SPECIAL BUSINESS | | | | |
|------------------|--------------------------------------------------------------------|------------|--|--|
| 3. | Re-appointment of Mr. Ashok Dhirajlal Kanakia (DIN-00738955) as an | Special | | |
| | Independent Director for another term of five years. | Resolution | | |
| 4. | Appointment of Mr. Ashok Kumar Singhania (DIN-00589725) as an | Special | | |
| | Independent Director for a term of five years. | Resolution | | |
| 5. | Approval / ratification of Related Party Transactions. | Ordinary | | |
| | | Resolution | | |

7. Question & Answer Session.

The Company Secretary provided the members present, with an opportunity to take part in the Question and Answer Session whereby, the members were allowed to seek clarification on any query pertaining to the business itemsof the AGM.

Various Speakerspresented their views on the Companyand alsoraised various queries whichwere suitably answered by the Chairperson.

8. E-Voting Process.

The Company Secretary guided the members for the e-voting process. CS Niaz Ahmed, Company Secretary in whole-time practice, was the Scrutinizer of the entire voting process pertaining to the AGM.

Members were provided with the facility to attend the AGM through VC/OAVM through the CDSL e-Voting system. As on the cut-off date of 7thSeptember, 2024, eligible shareholders were entitled for voting - either by remote e-voting or e-voting at the AGM. The remote e-voting period began on 11thSeptember, 2024 at 9.00 a.m. and ended on 13thSeptember, 2024 at 5.00 p.m., beyond which, remote e-voting was not allowed.

The members attending the meeting and who did not cast their vote by remote e-voting, were allowed to exercise their voting right during the meeting through the e-voting system. Further, shareholders who had voted through Remote e-Voting were eligible to attend the AGM. However, they were not eligible to vote at the AGM.

The Chairperson thanked everyone for attending the meeting. He further acknowledged the contribution of the Secretarial Team in co-ordination with the IT team for organising the AGM through VC/OAVM.

In terms of the provisions of the applicable laws in force, option of casting vote during AGM was also available for those shareholders who did not cast their vote through remote e voting.

Upon the expiry of the e-voting facility, the meeting was deemed concluded at 12.57 p.m.

The quorum was present throughout the meeting.



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9. Results thereof

The voting results will be declared within two working days of the conclusion of the meeting and the resolutions if approved with requisite majority, will be deemed to be passed on 14thSeptember, 2024.

For NPR Finance Ltd

RITIKA

Distribution of Milk Vision of Milk V

Membership No.F 10291

Place: Kolkata Date: 14.09.2024